

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

YELLOW CORPORATION, *et al.*,¹
Debtors.

Chapter 11

Case No. 23-11069 (CTG)

(Jointly Administered)

Re: Docket Nos. 3433, 3511, 3546

Hearing Date: June 3, 2024 at 10:00 a.m. (ET)

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' AMENDED AND
SUPPLEMENTAL EXHIBIT AND WITNESS LIST FOR THE HEARING ON
JUNE 3, 2024 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

The Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “Debtors” and such cases, the “Chapter 11 Cases”), in accordance with the *Chambers Procedures for Judge Craig T. Goldblatt*, hereby discloses that it intends to call and/or reserves the right to introduce the following witnesses and exhibits at the June 3, 2024 hearing in support of *The Official Committee of Unsecured Creditors’ Objection to the Motion of Debtors for Entry of an Order (I) Extending the Debtors’ Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief* [ECF No. 3511] (the “Objection”).

WITNESSES

1. John C. DiDonato. The Committee intends to offer the testimony of Mr. DiDonato who will be available for cross-examination at the hearing to the extent necessary. Mr. DiDonato

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

is affiliated with Huron Consulting Services, the Committee's financial advisor in this action. The scope of Mr. Donato's testimony will be in support of the Objection.

2. John D'Amico. The Committee intends to offer the testimony of Mr. D'Amico who will be available for cross-examination at the hearing to the extent necessary. Mr. D'Amico is affiliated with Miller Buckfire, the Committee's investment banker in this action. The scope of Mr. D'Amico's testimony will be in support of the Objection.

3. The Committee reserves the right to call any other witness identified by any other party to this contested matter, as well as any person as a rebuttal witness. *See* Reservation of Rights, *infra*.

EXHIBITS

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-1	First Amended Verified Complaint, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 19, 2023), ECF No. 21	
UCC-2	Plaintiffs' Motion for a Temporary Restraining Order and Preliminary Injunction, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 19, 2023), ECF No. 22	
UCC-3	International and Negotiating Committee's Motion to Dismiss, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 20, 2023), ECF No. 29	
UCC-4	Memorandum in Support of the International and Negotiating Committee's Motion to Dismiss, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 20, 2023), ECF No. 30	
UCC-5	Local Defendants' Motion to Dismiss, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 20, 2023), ECF No. 31	
UCC-6	Memorandum in Support of the Local Defendants' Motion to Dismiss with Exhibits, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 20, 2023), ECF No. 32	

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-7	Hearing Transcript of Motion for Temporary Restraining Order, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas July 21, 2023), ECF No. 41	
UCC-8	Yellow Corp., Schedule 13D dated August 1, 2023	
UCC-9	Declaration of Matthew A. Doheny, Chief Restructuring Officer of Yellow Corporation, in Support of the Debtors' Chapter 11 Petitions and First Day Motions dated August 7, 2023	14 Doheny Ex. 13
UCC-10	Motion of the Debtors for Entry of an Order (I)(A) Approving Bidding Procedures for the Sale or Sales of the Debtors' Assets; (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof; (C) Approving Assumption and Assignment Procedures, (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interest and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief dated August 7, 2023	22
UCC-11	Notice of Appointment of Committee of Unsecured Creditors dated August 16, 2023	269
UCC-12	Motion to Transfer, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 23-1131-JAR-ADM (D. Kansas August 18, 2023), ECF No. 47	
UCC-13	Memorandum and Order Denying Motion to Transfer, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 12-1131-JAR-ADM (D. Kan. Oct. 12, 2023), ECF. No. 57	
UCC-14	Order (I) Approving Agency Agreement with Nations Capital, LLC, Ritchie Bros. Auctioneers (America) Inc., IronPlanet, Inc., Ritchie Bros. Auctioneers (Canada) Ltd., and IronPlanet Canada Ltd. Effective as of October 16, 2023; (II) Authorizing the Sale of Rolling Stock Assets Free and Clear of Liens, Claims, Interest and Encumbrances; and (III) Granting Related Relief dated October 27, 2023	981
UCC-15	Order (I) Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief dated November 8, 2023	1065
UCC-16	Debtors' Objection to the Proofs of Claim Filed by the Central States Pension Fund dated December 8, 2023	1322

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-17	Order (I) Approving Certain Asset Purchase Agreements; (II) Authorizing and Approving Sales of Certain Real Property Assets of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, in Each Case Pursuant to the Applicable Asset Purchase Agreement; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, in Each Case as Applicable Pursuant to the Applicable Asset Purchase Agreement; and (IV) Granting Related Relief dated December 12, 2023	1354
UCC-18	Central States Pension Fund's Motion to Compel Arbitration of Withdrawal Liability Disputes, or Alternatively, for Relief from the Automatic Stay to Initiate Arbitration dated January 8, 2024	1665
UCC-19	Order (I) Approving Certain Asset Purchase Agreements; (II) Authorizing and Approving Sales of Certain Leased Properties of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, in Each Case Pursuant to the Applicable Asset Purchase Agreement; (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, in Each Case as Applicable Pursuant to the Applicable Asset Purchase Agreement; and (IV) Granting Related Relief dated January 12, 2024	1735
UCC-20	Central States Fund's Response to Debtors' Objections to the Funds' Proof of Claims dated January 19, 2024	1833
UCC-21	Debtors' Second Omnibus (Substantive) Objection to Proofs of Claim for Withdrawal Liability dated January 26, 2024	1962
UCC-22	Debtors' Opposition to Central States Pension Funds' Motion to Compel Arbitration dated January 26, 2024	1965
UCC-23	Notice of (A) Debtors' Repayment of (I) Prepetition Secured Obligations, (II) Prepetition UST Secured Obligations, and (III) DIP Obligations and (B) Termination of (I) Prepetition B-2 Credit Agreement, (II) Prepetition UST Loan Documents, and (III) DIP Loan Documents dated February 8, 2024	2119
UCC-24	Motion of Debtors for Entry of an Order (I) Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief dated February 9, 2024	2131

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-25	New York State Teamsters Conference Pension and Retirement Fund, Road Carriers Local 707 Pension Fund, Teamsters Local 641 Pension Fund, Western Pennsylvania Teamsters and Employers Pension Fund, Management Labor Pension Fund Local 1730, International Association of Motor City Machinists Pension Fund, Mid-Jersey Trucking Industry & Teamsters Local 701 Pension and Annuity Fund, Teamsters Local 617 Pension Fund, Trucking Employees of North New Jersey Pension Fund, and Freight Drivers and Helpers 557 Pension Fund's Joint Motion to Compel Arbitration of Withdrawal Liability Disputes, or Alternatively, for Relief from the Automatic Stay to Initiate Arbitration dated February 13, 2024	2180
UCC-26	Order Scheduling Certain Dates and Deadlines in Connection with the Debtors' Objections to Proofs of Claim Filed by the Pension Funds that Received Special Financial Assistance dated February 14, 2024	2195
UCC-27	The Pension Benefit Guaranty Corporation's Motion for Denial or Dismissal of Debtors' Challenge to PBGC's Regulation Contained in Debtors' Objections to the Proofs of Claim Filed by Certain Multiemployer Pension Plans dated February 21, 2024	2276
UCC-28	Order (I) Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief dated February 28, 2024	2449
UCC-29	Debtors' Third Omnibus (Substantive) Objection to Proofs of Claim for WARN Liability dated March 12, 2024	2576
UCC-30	Debtors' Fourth Omnibus (Substantive) Objection to Proofs of Claim for WARN Liability dated March 12, 2024	2577
UCC-31	Debtors' Fifth Omnibus (Substantive) Objection to Proofs of Claim for WARN Liability dated March 12, 2024	2578
UCC-32	Declaration of Darren Hawkins in Support of Debtors' Third, Fourth, and Fifth Omnibus (Substantive) Objection to Proofs of Claim for WARN Liability dated March 12, 2024	2581
UCC-33	Debtors' Seventh Omnibus (Substantive) Objection to Proofs of Claim for Withdrawal Liability dated March 13, 2024	2595
UCC-34	Notice and attached Subpoena on Senator Bernard Sanders, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 12-1131-JAR-ADM (D. Kan. March 13, 2024), ECF No. 104, 104-1	

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-35	Notice and attached Subpoena on Secretary of Labor, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 12-1131-JAR-ADM (D. Kan. March 13, 2024), ECF No. 105, 105-1	
UCC-36	Notice and attached Subpoena on President of the United States, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 12-1131-JAR-ADM (D. Kan. March 13, 2024), ECF No. 106, 106-1	
UCC-37	Motion of the Pension Benefit Guaranty Corporation for Mandatory Withdrawal of the Reference of the Debtors' Objections to Proofs of Claim for Pension Withdrawal Liability dated March 18, 2024	2640
UCC-38	Memorandum and Order, <i>Yellow Corp. v. International Brotherhood of Teamsters</i> , Case No. 12-1131-JAR-ADM (D. Kan. March 25, 2024), ECF No. 109	
UCC-39	Memorandum Opinion dated March 27, 2024	2765
UCC-40	Debtors' Reply in Support of Their Third Omnibus (Substantive), Fourth Omnibus (Substantive), and Fifth Omnibus (Substantive) Objections to Proofs of Claim Alleging WARN Liability dated April 9, 2024	2909
UCC-41	Order Scheduling Certain Dates and Deadlines in Connection with the Debtors' Seventh Omnibus (Substantive) Objection to Proofs of Claim for Withdrawal Liability dated April 12, 2024	2961
UCC-42	Scheduling Order dated April 26, 2024	3186
UCC-43	Chapter 11 Monthly Operating Report for the Month Ending: 04/30/2024 dated May 21, 2024	3442
UCC-44	Messages between Matt Doheny and Cody Kaldenberg dated August 10-11, 2023	YELLOW_UCC_000122 Doheny Ex. 14
UCC-45	Letter from Matt Doheny to Teamsters dated September 19, 2023	
UCC-46	Letter from Teamsters to Matt Doheny dated September 22, 2023, attaching Teamsters National Freight Industry Negotiating Committee Document, Information and Data Request	
UCC-47	Letter from Matt Doheny to Teamsters dated October 2, 2023	
UCC-48	Letter Response from Teamsters to Matt Doheny dated October 6, 2023	
UCC-49	Letter from Matt Doheny to Teamsters dated October 20, 2023	
UCC-50	Letter from Matt Doheny to Teamsters dated October 26, 2023, attaching Proposed Final Confidentiality Agreement and Stipulated Protective Order	

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-51	Letter from Matt Doheny to IAM dated October 27, 2023	
UCC-52	Email from Fred Perillo to Michael Esser dated October 30, 2023	
UCC-53	Letter from Teamsters to Matt Doheny dated October 31, 2023	
UCC-54	Letter from IAM to Matt Doheny dated November 9, 2023	
UCC-55	Messages between Matt Doheny and Cody Kaldenberg dated November 15, 2023	YELLOW_UCC_000134
UCC-56	Letter from Matt Doheny to IAM dated December 1, 2023	
UCC-57	Letter from Matt Doheny to Teamsters dated December 1, 2023	
UCC-58	Letter from IAM to Matt Doheny dated December 6, 2023	
UCC-59	Letter from Teamsters to Matt Doheny dated December 6, 2023	
UCC-60	Email from Emma Woods to Michael Slade re Yellow-IAM dated January 11, 2024	
UCC-61	Letter from Matt Doheny to Sean O'Brien and John Murphy re Notice of Termination of National Master Freight Agreement, dated January 30, 2024	
UCC-62	Messages between Matt Doheny and Cody Kaldenberg dated February 1, 2024	YELLOW_UCC_000140 Doheny Ex. 15
UCC-63	Email from Ducera to Matt Doheny and Darren Hawkins dated March 14, 2024, attaching Project Prime Discussion Materials dated April 1, 2024	YELLOW_UCC_010725 YELLOW_UCC_010729 Doheny Ex. 07
UCC-64	Messages between Matt Doheny and Cody Kaldenberg dated March 26, 2024	YELLOW_UCC_000441
UCC-65	Project Prime Discussion Materials dated April 2024	YELLOW_UCC_008766 Doheny Ex. 06
UCC-66	Project Prime Discussion Materials dated April 2, 2024	YELLOW_UCC_014581 Doheny Ex. 05
UCC-67	Email from Alvarez and Marsal to Jack Simpson dated April 11, 2024, attaching linked Yellow Monthly Long Term Cash Forecast	
UCC-68	Minutes of the Meeting of the Board of Directors of Yellow Corporation, dated May 2, 2024	YELLOW_UCC_015248 Doheny Ex. 04
UCC-69	Email from Ritchie Brothers to John D'Amico dated May 10, 2024, attaching Final Yellow Overview dated May 9, 2024	
UCC-70	Email from Matt Doheny to Dan Olivier and Darren Hawkins dated May 10, 2024, attaching Draft Plan Construct dated January 12, 2024 (with PDF slip sheet and Excel)	YELLOW_UCC_011105 YELLOW_UCC_011106 Doheny Ex. 02 Doheny Ex. 03
UCC-71	Email from Patrick Nash to Eric Winston re Settlement Communication dated May 14, 2024	YELLOW_UCC_001186

Ex. No.	Description	Docket, Bates or Deposition Exhibit No. (if available)
UCC-72	Email from Patrick Nash to Akin and Quinn Emanuel re Settlement Communication dated May 16, 2024	
UCC-73	Messages between Matt Doheny and Patrick Nash dated May 16, 2024	YELLOW_UCC_000151 Doheny Ex. 16
UCC-74	Motion of Debtors for Entry of an Order (I) Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief dated May 20, 2024	3433 Doheny Ex. 01
UCC-75	Yellow Claims Estimates as of May 23, 2024	YELLOW_UCC_014585 Doheny Ex. 10
UCC-76	Yellow Long Term Monthly Cash Flow Forecast dated May 23, 2024	YELLOW_UCC_014571 Doheny Ex. 11
UCC-77	Declaration of Matthew A. Doheny, Chief Restructuring Officer of Yellow Corporation, in Support of Entry of Order (I) Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code and (II) Granting Related Relief, dated May 31, 2024	3555
UCC-78	Deposition Transcript of Matthew Doheny dated May 31, 2024	

4. The Committee further reserves the right to submit any rebuttal exhibit or exhibit identified by any other party to this contested matter. *See* Reservation of Rights, *infra*.

RESERVATION OF RIGHTS

5. The Committee reserves the right to supplement this witness and exhibit list in all respects, including without limitation by using additional witnesses or exhibits, as necessary. The Committee reserves the right to submit all pleadings filed in this case. The Committee further reserves the right to call rebuttal witnesses, or any witnesses identified by any party in this contested matter. The Committee also reserves the right to add additional witnesses and additional exhibits upon notice to the Court and the other parties to the contested matter.

Date: June 1, 2024
Wilmington, Delaware

**BENESCH, FRIEDLANDER,
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/s/ John C. Gentile

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